

The Number: **84-5890**  
 For the reporting period ended  
 December 31, **2005**



**06007669**

UNITED STATES  
 SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0337  
 Expires: September 30, 2006  
 Estimated average burden  
 hours per full response, . . . 6.00  
 Estimated average burden  
 hours per intermediate  
 response, . . . . . 1.50  
 Estimated average burden  
 hours per minimum  
 response, . . . . . .50

**FORM TA-2**

**FORM FOR REPORTING ACTIVITIES OF TRANSFER AGENTS  
 REGISTERED PURSUANT TO SECTION 17A OF THE SECURITIES EXCHANGE ACT OF 1934**

**ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT  
 CONSTITUTE FEDERAL CRIMINAL VIOLATIONS**  
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

MAR 31 2006

1. Full name of Registrant as stated in Question 3 of Form TA-1:  
 (Do not use Form TA-2 to change name or address.)

*The Provo Group Inc.*

DIVISION OF MARKET REGULATION

2. a. During the reporting period, has the Registrant engaged a service company to perform any of its transfer agent functions?  
 (Check appropriate box.)

☐ All

☒ Some

☐ None

- b. If the answer to subsection (a) is all or some, provide the name(s) and transfer agent file number(s) of all service company(ies) engaged:

Name of Transfer Agent(s):	File No. (beginning with 84- or 85- ):
<i>Phoenix Transfer, Inc.</i>	<i>84-5465</i>
	<b>PROCESSED</b>
	<b>APR 06 2006</b>
	<b>THOMSON FINANCIAL</b>

- c. During the reporting period, has the Registrant been engaged as a service company by a named transfer agent to perform transfer agent functions?

☐ Yes

☒ No

- d. If the answer to subsection (c) is yes, provide the name(s) and file number(s) of the named transfer agent(s) for which the Registrant has been engaged as a service company to perform transfer agent functions: (If more room is required, please complete and attach the Supplement to Form TA-2.)

Name of Transfer Agent(s):	File No. (beginning with 84- or 85- ):
<i>N/A</i>	

3. a. Registrant's appropriate regulatory agency (ARA): (Check one box only.)
- ☐ Comptroller of the Currency
- ☐ Federal Deposit Insurance Corporation
- ☐ Board of Governors of the Federal Reserve System
- ☒ Securities and Exchange Commission
- b. During the reporting period, has the Registrant amended Form TA-1 within 60 calendar days following the date on which information reported therein became inaccurate, incomplete, or misleading? (Check appropriate box.)
- ☐ Yes, filed amendment(s)
- ☐ No, failed to file amendment(s)
- ☒ Not applicable
- c. If the answer to subsection (b) is no, provide an explanation:

If the response to any of questions 4-11 below is none or zero, enter "0."

4. Number of items received for transfer during the reporting period: ..... 130
5. a. Total number of individual securityholder accounts, including accounts in the Direct Registration System (DRS), dividend reinvestment plans and/or direct purchase plans as of December 31: ..... 3,041
- b. Number of individual securityholder dividend reinvestment plan and/or direct purchase plan accounts as of December 31: ..... 0
- c. Number of individual securityholder DRS accounts as of December 31: ..... 0
- d. Approximate percentage of individual securityholder accounts from subsection (a) in the following categories as of December 31:

Corporate Equity Securities	Corporate Debt Securities	Open-End Investment Company Securities	Limited Partnership Securities	Municipal Debt Securities	Other Securities
			68%		32%

6. Number of securities issues for which Registrant acted in the following capacities, as of December 31:

	Corporate Securities		Open-End Investment Company Securities	Limited Partnership Securities	Municipal Debt Securities	Other Securities
	Equity	Debt				
a. Receives items for transfer and maintains the master securityholder files:						
b. Receives items for transfer but does not maintain the master securityholder files:				1		1
c. Does not receive items for transfer but maintains the master securityholder files:						

7. Scope of certain additional types of activities performed:

- a. Number of issues for which dividend reinvestment plan and/or direct purchase plan services were provided, as of December 31: ..... 0
- b. Number of issues for which DRS services were provided, as of December 31: ..... 0
- c. Dividend disbursement and interest paying agent activities conducted during the reporting period:
- i. number of issues ..... N/A
- ii. amount (in dollars) ..... N/A

8. a. Number and aggregate market value of securities aged record differences, existing for more than 30 days, as of December 31:

	Prior Transfer Agent(s) (If applicable)	Current Transfer Agent
i. Number of issues .....		<u>N/A</u>
ii. Market value (in dollars) .....		<u>N/A</u>

- b. Number of quarterly reports regarding buy-ins filed by the Registrant with its ARA (including the SEC) during the reporting period pursuant to Rule 17Ad-11(c)(2): ..... 0

- c. During the reporting period, did the Registrant file all quarterly reports regarding buy-ins with its ARA (including the SEC) required by Rule 17Ad-11(c)(2)?

☒ Yes ☐ No

- d. If the answers to subsection (c) is no, provide an explanation for each failure to file:

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9. a. During the reporting period, has the Registrant always been in compliance with the turnaround time for routine items as set forth in Rule 17Ad-2?

☒ Yes ☐ No

**If the answer to subsection (a) is no, complete subsections (i) through (ii).**

- i. Provide the number of months during the reporting period in which the Registrant was not in compliance with the turnaround time for routine items according to Rule 17Ad-2. .... 0
- ii. Provide the number of written notices Registrant filed during the reporting period with the SEC and with its ARA that reported its noncompliance with turnaround time for routine items according to Rule 17Ad-2. .... 0

10. Number of open-end investment company securities purchases and redemptions (transactions) excluding dividend, interest and distribution postings, and address changes processed during the reporting period:

- a. Total number of transactions processed: ..... 0
- b. Number of transactions processed on a date other than date of receipt of order (as ofs): ..... 0

11. a. During the reporting period, provide the date of all database searches conducted for lost securityholder accounts listed on the transfer agent's master securityholder files, the number of lost securityholder accounts for which a database search has been conducted, and the number of lost securityholder accounts for which a different address has been obtained as a result of a database search:

Date of Database Search	Number of Lost Securityholder Accounts Submitted for Database Search	Number of Different Addresses Obtained from Database Search
0	0	0

- b. Number of lost securityholder accounts that have been remitted to states during the reporting period: ..... 0

SIGNATURE: The Registrant submitting this Form, and the person signing the Form, hereby represent that all the information contained in the Form is true, correct, and complete.

Manual signature of Official responsible for Form: <i>Bruce Provo, by Anne Rabbitt</i>	Title: <i>President</i> Telephone number: <i>816 842-1493</i>
Name of Official responsible for Form: (First name, Middle name, Last name) <i>Bruce Provo</i>	Date signed (Month/Day/Year): <i>3-29-06</i>

1100 Main Street

Suite 1830

Kansas City, Missouri 64105

816.421.7444

FAX 816.221.2130

March 29, 2006

TPG CEO, Inc.

Rescue Services

TPG Financial, Inc.

Owner Representation

TPG Management, Inc.

Asset Management

TPG Systems, Inc.

Managed Financial and  
Accounting Systems

TPG, Inc.

Administrative Services

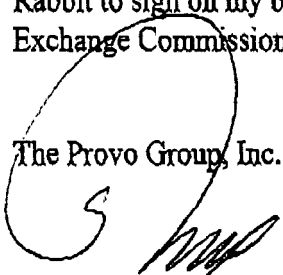
TPG Sanibel Holiday, L.C.

Virtual Resort Services

TPG Capital, Inc.

Investments

I, Bruce A. Provo, President of The Provo Group, Inc., hereby authorize Anne Rabbit to sign on my behalf, form TA-2, and file said form with the Securities Exchange Commission.

  
The Provo Group, Inc.

Bruce A. Provo  
President

Chicago, Illinois Office

708.422.5454

Sanibel, Florida Office

941.472.6565

PHOENIX AMERICAN  
INCORPORATED



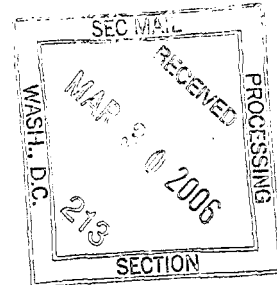
March 29, 2006

2401 Kerner Boulevard  
San Rafael, California 94901-5529  
(415) 485-4500 USA

Delivery by Federal Express

Securities and Exchange Commission  
Office of Filings and Information Services  
450 5<sup>th</sup> Street, N.W.  
Washington, D.C 20549-0013

Re: The Provo Group (SEC File No. 84-5890)  
Form TA-2



Ladies and Gentlemen:

Enclosed for filing on behalf of The Provo Group is an originally signed Report TA-2, together with two copies of the Form. Also enclosed for file stamping is an extra copy of this letter and the Report. Kindly return the file-stamped copy in the self-addressed, stamped envelope enclosed herewith.

Please note that the "Other Securities" referred to in questions 5 and 6 is a liquidating trust that does not carry negotiable certificates for whom we do a very low volume of transfers annually.

The numbers reflected on the enclosed TA2 are for the period of January 1, 2005 through October 31, 2005. On November 1, 2005, due to the unexpected departure of our main Transfer Agent employee, we contracted with Phoenix Transfer Inc. to perform full Transfer Agent duties. Phoenix Transfer had been engaged all along as a service company to provide the master security holder system and certain other processes. The transfer reporting from November 1, 2005 through December 31, 2005 is reported on the Phoenix Transfer Inc TA2 (SEC File #84-5465).

Please direct any questions you may have concerning this filing to the attention of Raul Garduno at (415) 223-1741. Thank you for your assistance.

Sincerely,

Bruce Provo (by Anne Rabbitt)  
President  
The Provo Group

Enclosures

cc: Mr. Bruce A. Walter (w/encl.)